

New Jersey Public Broadcasting Authority
Meeting of the Board
March 8, 2011 at 12 Noon
New Jersey Network
25 South Stockton Street
Trenton, New Jersey

MINUTES

Andrew Sidamon-Eristoff, Chair, Presiding
NJPBA Two Hundred Fifty-Seventh Meeting

I. Call to Order, Open Public Meeting Act Notice – *Andrew Sidamon-Eristoff, Chair*

Mr. Sidamon-Eristoff called the meeting to order. Mr. Sidamon-Eristoff read the Open Public Meetings Act statement as follows: In accordance with the provisions of the Open Public Meetings Act of the State of New Jersey, notice of this meeting was filed with the Office of the Secretary of State, posted on the appropriate bulletin boards maintained for such purposes by the New Jersey Public Broadcasting Authority (the “Authority” or “NJN”), and distributed by press release to daily newspapers in New Jersey.

Mr. Sidamon-Eristoff then requested a roll call. Board members present and participating at the meeting were Andrew Sidamon-Eristoff, Treasurer, State of New Jersey; Cornell Brooks, Anthony Della Pelle, John Inglesino and Eric Richard. Also present were Kavin Mistry, Deputy Attorney General; Maura Tully, Assistant Counsel, Governor’s Authorities Unit (via phone); David Ridolfino, Treasury, Doug Ianni, Human Relations, Treasury; Albertha Hyche, Treasury; Janice Selinger, NJPBA Acting Executive Director; Dudley Burdge, CWA; Rick Williams, Bob Dorsey, John Blair, Sam Braun, Beatrice Jones, Kathi Beck, Matt McNamara, Kathy Budd, Eileen Gallagher, Wes Hall, and Grace Bethea.

II. APPROVAL OF MINUTES – JANUARY 14, 2011 BOARD MEETING

Mr. Inglesino made a motion to approve the minutes of the NJPBA Board meeting on January 14, 2011. Mr. Brooks seconded the motion. The motion was approved unanimously.

III. ACTING EXECUTIVE DIRECTOR’S REPORT, *Janice Selinger*
(A copy of the report was sent to the Board members via email at the request of the Chair)

Ms. Selinger reported that there were more views on the NJN News website for the Governor’s Budget Message and the Legislative response than any other item since NJN began archiving news content online last year.

Ms. Selinger stated that the Media Productions Department is on track to exceed the forecast for Fiscal Year 2011 gross revenues of \$700,000. Support for NJN is continuing. The radio pledge drive raised nearly \$22,000 in pledges and to date the March television pledge drive raised about \$108,800. By the end of March, the NJN Foundation will transfer the final grant payment owed to the Authority for Fiscal Year 2010 - \$174,586.

Ms. Selinger said funding is coming in for two documentaries, Power of a Governor and our Raritan River documentary. NJN is hosting a wine tasting on March 27th. Images/Imagenes is having a live call-in program about voter registration. State of the Arts, Classroom Close-up, and Due Process have programs in the works. NJN took part in a PBS conducted Digital Learning Library webinar with the Department of Education, the Arts Council, the Dodge Poetry Festival and the Partnership for Arts Education. Additionally, NJN received two New York Emmy nominations.

Mr. Sidamon-Eristoff commented that he is listening more and more to NJN Radio and said that Wes Hall was very effective during the pledge drive. Mr. Sidamon-Eristoff offered to make a pledge to the NJN radio drive if he got to meet Wes Hall. Mr. Hall was at the meeting and at the end of the meeting Mr. Sidamon-Eristoff made his pledge.

IV. RESOLUTION APPROVING THE THREE MONTH BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

RESOLUTION APPROVING THE THREE MONTH BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY

WHEREAS, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended by L. 2010, c. 104 (N.J.S.A. 48:23-1 et seq.)(the "Act");

WHEREAS, the Members of the Authority are required to approve a budget for the Authority; and

WHEREAS, the staff of the Authority recommends approval of the three month budget for the time period beginning on April 1, 2011 through and including June 30, 2011 of the Authority (the "3 Month Budget") attached hereto as Exhibit A, authorizing a total expenditure of \$3,822,100 by the Authority during the course of the 3 Month Budget.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:

1. The Members of the Authority hereby approve the 3 Month Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the 3 Month Budget.
2. This resolution shall take effect immediately in accordance with the Act.

Mr. Della Pelle made a motion to approve the Resolution Approving the Three Month Budget for the New Jersey Public Broadcasting Authority. Mr. Richard seconded the motion.

Mr. Brooks asked if the grants referred to in the budget are the same as the grants in the NJPBA-Foundation Memorandum of Understanding ("MOU"). Deputy Attorney General Mistry, Deputy Attorney General, stated that the amounts referenced in the MOU are the same numbers in the six month budget approved in July 2010 by the Authority. This new budget covers the new period that was not covered under the previous budget to bring the Authority up to the end of Fiscal Year 2011.

After a roll call vote, the motion to approve the Resolution Approving the Three Month Budget for the NJPBA was approved unanimously.

V. RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO DECLINE A PUBLIC TELECOMMUNICATIONS FACILITIES PROGRAM GRANT AWARDED FOR THE CONSTRUCTION OF A RADIO STATION IN BERNARDS TOWNSHIP, NEW JERSEY

RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AUTHORIZING THE ACTING EXECUTIVE DIRECTOR TO DECLINE A PUBLIC TELECOMMUNICATIONS FACILITIES PROGRAM GRANT AWARDED FOR THE CONSTRUCTION OF A RADIO STATION IN BERNARDS TOWNSHIP, NEW JERSEY

WHEREAS, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended by L. 2010, c. 104 (N.J.S.A. 48:23-1 et seq.)(the "Act");

WHEREAS, pursuant to the Act, the Authority is authorized to establish, own and operate noncommercial educational television or radio broadcasting stations, one or more public broadcasting and public broadcasting telecommunications networks or systems, and interconnection and program production facilities;

WHEREAS, the Authority owns and operates nine Federal Communications Commission ("FCC") licensed radio stations at various locations within the State of New Jersey (the "State");

WHEREAS, on February 27, 2009, the FCC granted a construction permit to the Authority to construct a new radio broadcasting station in Bernards Township, New Jersey (the "New Bernardsville Station") and which expires on February 27, 2012. However, due to a petition for reconsideration filed with the FCC by an objector to a potential tower site location, the FCC construction permit is currently tolled;

WHEREAS, the Authority accepted a National Telecommunications and Information Administration ("NTIA") Public Telecommunications Facilities Program ("PTFP") grant award #34-01-N05157 to enable the Authority to procure radio transmission and distribution equipment for the construction of the New Bernardsville Station;

WHEREAS, the PTFP grant is a "75/25" matching grant, whereby a successful grant applicant is awarded PTFP grant funds equaling seventy (75) percent of the total project costs, as long as the applicant provides matching funds equaling twenty-five (25) percent of the total project costs;

WHEREAS, NTIA awarded the Authority PTFP grant #34-01-N05157 in the total amount of \$108,065 for radio transmission and distribution equipment that would enable the construction of the New Bernardsville Station;

WHEREAS, the Authority has been unable to enter into a long-term commitment to lease a tower site and construct the New Bernardsville Station due to community objections over the original tower site location for the New Bernardsville Station;

WHEREAS, the PTFP matching grant expires on May 31, 2011;

WHEREAS, due to the inability of the Authority unable to enter into a long-term commitment to lease a tower site and to construct the New Bernardsville Station, it is unlikely the 2 Authority will be able to locate an appropriate tower site, enter into a long-term commitment to lease a tower site and construct the New Bernardsville Station by May 31, 2011;

WHEREAS, declining the PTFP matching grant will not prejudice the Authority with respect to pursuing future matching grant awards from NTIA, nor from eventually entering into a long-term commitment to lease a tower site and to construct the New Bernardsville Station in the future;

WHEREAS, the Authority wishes to decline PTFP grant 34-01-N05157 awarded to the Authority by NTIA.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:

1. The Authority hereby authorizes the Acting Executive Director to decline PTFP grant 34-01-N05157 from NTIA.
2. The Authority authorizes and delegates to the Acting Executive Director to file any and all letters, forms and documentation with NTIA for the purpose of declining PTFP grant 34-01-N05157 from NTIA.
3. This resolution shall take effect immediately in accordance with the Act.

Mr. Inglesino made a motion to approve the Resolution. Mr. Brooks seconded the motion.

Mr. Brooks asked if this is due to community opposition to building the transmitter or is it the timing of the grant or both. Deputy Attorney General Mistry stated that there has been community opposition and it is a timing issue as well. The grant award with NTIA has a hard deadline of May 31, 2011. Deputy Attorney General Mistry stated that the grant award has already been extended and there are no more extensions. The grant funding is for equipment for the transmitter and currently there is no facility to install the equipment. At this point and time the Authority is not in a position to accept the grant money to purchase and install the equipment since the Authority is lacking a tower location.

Deputy Attorney General Mistry stated that declining the grant does not preclude the Authority from finding a site for the tower. The original construction permit from the FCC dates back to 2009. The expiration of this construction permit is February 2012. FCC Special Counsel has been staying on top of this issue via six month reports to the FCC on the current status.

Mr. Williams, NJPBA Assistant Engineering Director, gave a background on the history of the Bernardsville tower project. He explained that this project dates back ten years. Currently the Authority staff have identified about 12 sites in the area for the tower. Engineering studies have been done on three of those sites. Authority staff feels confident that NJN can get a site assurance letter by the end of May, but that the Authority will not be able to use the funds from the NTIA grant to purchase the equipment prior to the end of the current fiscal year.

After a roll call vote, the resolution was approved unanimously.

VI. APPROVAL OF MEMORANDUM OF UNDERSTANDING WITH THE
FOUNDATION FOR NEW JERSEY PUBLIC BROADCASTING

**RESOLUTION APPROVING MEMORANDUM OF UNDERSTANDING WITH
THE FOUNDATION FOR NEW JERSEY PUBLIC BROADCASTING**

WHEREAS, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the "Original Act"), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c.104 (the "Transfer Act," and together with the Original Act, the "Act"); and

WHEREAS, the Foundation was originally established to raise funds in support of the Authority; and

WHEREAS, the Authority and the Foundation for New Jersey Public Broadcasting (the "Foundation") entered into an Amended and Restated Memorandum of Understanding effective as of July 1, 1995 (the "1995 MOU"); and

WHEREAS, since the establishment of the Foundation, the Authority and the Foundation have worked together in a cooperative and mutually beneficial manner to support the Authority; and

WHEREAS, on December 17, 2010, the Transfer Act, was enacted; and

WHEREAS, Section 21 of the Transfer Act amended Section 5 of L. 1990, c. 114 (the "Transfer Act Amendment"), to provide that all funds received by the Foundation, other than those moneys necessary to pay for the expenses of the Foundation, shall be used exclusively for the support and promotion of public broadcasting in New Jersey; and

WHEREAS, in light of the Transfer Act Amendment, the Authority deems it necessary to set forth the mutual understanding and intent of the Authority and the Foundation, with respect to their continuing relationship; and

WHEREAS, the Authority wishes to enter into a new Memorandum of Understanding (the "MOU") with the Foundation to replace the 1995 MOU, in light of the enactment of the Transfer Act, including the Transfer Act Amendment; and

WHEREAS, the MOU shall be in effect until June 30, 2011, whereupon the parties will set forth a revised relationship between themselves at that time.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:

1. The Members of the Authority hereby approve the Memorandum of Understanding

("MOU") attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Chair and the Acting Executive Director to make such additions, revisions and deletions to the MOU, in consultation with the Office of the Attorney General.

2. This resolution shall take effect immediately in accordance with the Act.

Mr. Brooks made a motion to approve the Resolution Approving the Memorandum of Understanding with the Foundation for New Jersey Public Broadcasting. Mr. Della Pelle seconded the motion.

Mr. Inglesino asked for confirmation that this resolution memorializes what the statute provides in the relationship with the Foundation and NJN. Mr. Sidamon-Eristoff and Deputy Attorney General Mistry confirmed this.

After a roll call vote the Resolution was approved unanimously.

VII. EXECUTIVE SESSION – CONTRACTUAL MATTERS/LEGAL

Mr. Brooks made a motion to enter executive session. Mr. Inglesino seconded the motion. After a roll call vote the motion was approved unanimously.

Mr. Inglesino made a motion to exit Executive Session. Mr. Brooks seconded the motion. The motion was approved unanimously.

VIII. OTHER BUSINESS

Eileen Gallagher, an NJN employee, stated that there are 14 employees who will be close to 25 years service at the end of June 2011. She asked if measures can be taken to place them with other State agencies. She stated that over 14,000 State employees retired in October 2010 so there must be some positions available. These employees are unclassified. One staff member will be one month short of 25 years at the end of June. She said that there is a mechanism on the Department of Personnel website which places State unclassified employees in other departments.

Mr. Sidamon-Eristoff said he would take this comment under advisement and have it looked into. Mr. Ridolfino, Department of the Treasury stated that they try to place State employees with other agencies when there is a match of qualifications and need. Mr. Burdge, from CWA said he thought this would be clearly doable and this was done in the past and he was told that this could be done. Mr. Burdge said he would look into this.

Michael Aron, Acting Director of News and Public Affairs stated that he would like to tell the Board how things look in the News Department. Mr. Aron stated that we are all gratified to still be on the air. He stated that NJN is trying hard to maintain the quality of what has become associated with what we do. The Department of the Treasury has been good about replacing on a freelance basis some of the people NJN is losing. Mr. Aron is

worried about the people NJN may lose in the months ahead. If NJN continues to lose people it will start to show on the air. Mr. Aron said he was pleased that the RFP emphasizes news and public affairs. He would encourage the Board to look closely at what the bidders submit for information dissemination. Mr. Aron stated that there are people at NJN who are very talented and very dedicated to delivering information about the State of New Jersey and asked the Board to think about the long-term interest of the public dialogue in this State and not just go for an expedient solution.

Kathy Budd, an NJN employee, asked what was happening to the revenue raised by the NJN Foundation during recent fundraising activities and what other broadcast outlets the Foundation was supporting.

Mr. Sidamon-Eristoff stated that the resources are still being raised on behalf of NJN pursuant to the Memorandum of Understanding. The budget which was just adopted anticipates revenue from the fundraising efforts. The answer to the second question is that the Memorandum of Understanding contemplates the Foundation continuing on as a fundraising resource for public media in New Jersey. However, depending on what happens with future operating agreements or sale of the radio licenses, we can't anticipate who will be the operator/owner so the MOU has been amended to enable the Foundation to support the operator. The amendments were made in order to make the Foundation more flexible.

Deputy Attorney General Mistry, explained that the MOU which was approved today was to memorialize the current relationship between the PBA and the Foundation in continuation of the 1995 MOU. This will be revisited in July of this year upon the results of the RFP process. The current contemplation is that the fundraising will continue for the benefit of the PBA.

Eileen Gallagher asked when the final decision is made, how will NJN staff be informed. Mr. Sidamon-Eristoff stated that the Board will deliver a recommendation to the Legislature later in the spring and that will open a 15-day comment period. The Legislature can choose to do nothing and the recommendation can proceed or the Legislature can disapprove the recommendation, in which case we would have to start all over again. That's when the final proposal will be made public.

Mr. Burdge asked what information is going to be available regarding the bids. Mr. Sidamon-Eristoff said when the process is complete the proposals will be made available. He does not anticipate making the proposals public prior to the conclusion of the Board's recommendations. Mr. Burdge asked if it would be announced who the bidders were. Mr. Sidamon-Eristoff said that is not generally done.

Mr. Richard stated that he watches NJN's News and Public Affairs shows for over 20 years and in his opinion the shows are as good as they have ever been. He commended Michael Aron on his service. Mr. Richard said he would consider News and Public Affairs in the RFP process.

IX. ADJOURNMENT

Mr. Brooks made a motion to adjourn the meeting at 1:10 PM. Mr. Inglesino seconded the motion. The motion was approved unanimously.

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